

# Board of the Governors of the Federal Reserve System

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Instructions for the Preparation of

## **Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies**

Reporting Form FR Y-12

Effective March 2019



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## INSTRUCTIONS FOR PREPARATION OF

# Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies FR Y-12

### Purpose of Report

The information collected on the FR Y-12 allows the Federal Reserve to monitor the growth of domestic bank holding company, savings and loan holding company, and U.S. intermediate holding companies, (collectively, “holding company”) investments in nonfinancial companies and their contributions to capital, profitability, risk, and volatility.<sup>1</sup> The FR Y-12 provides more timely information than can be obtained through periodic supervisory reviews of this business line and serves to identify institutions that are significantly changing their risk profiles in this business line or devoting significant resources to this line of business.

### General Instructions

#### Scope of the Information

Consolidation rules for the FR Y-12 are the same as the FR Y-9C/SP. That is, for a holding company meeting the reporting criteria described below, the holding company should consolidate its subsidiaries on the same basis as it does for its annual reports to the Securities and Exchange Commission (SEC) or, for those holding companies that do not file reports with the SEC, on the same basis as described in generally accepted accounting principles (GAAP) as set forth in the FASB Accounting Standards Codification and these instructions. For purposes of these instructions,

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1. Savings and loan holding companies do not include any trust (other than a pension, profit-sharing, stockholders' voting, or business trust) which controls a savings association if such trust by its terms must terminate within 25 years or not later than 21 years and 10 months after the death of individuals living on the effective date of the trust, and (a) was in existence and in control of a savings association on June 26, 1967, or, (b) is a testamentary trust. See Section 238.2 of Regulation LL, dated September 13, 2011, for more information.

the FASB Accounting Standards Codification is referred to as “ASC.” Generally, under the rules for consolidation established by the SEC and by GAAP, holding companies should consolidate any company in which it owns more than 50 percent of the outstanding voting stock. The report should include all nonfinancial equity investments, regardless of where they are reflected on the balance sheet. Holding companies should exclude only those equity securities held in a trading account that are short-term in nature (namely, those that are managed or purchased with the intent to sell in relation to short-term movement in the price of the investment). In a multi-tiered organization with one or more holding companies, only the top-tier holding company should complete the FR Y-12, which would be prepared on a consolidated basis. However, if a lower-tier holding company is functioning as the consolidated top-tier reporter for other financial reports (for example, when the top-tier is a non-U.S. holding company, ESOP, or limited partnership), this lower-tier holding company should file the FR Y-12 on a consolidated basis.

### Who Must Report

The FR Y-12 reporting form must be filed by each top-tier domestic holding company that files an FR Y-9C and has aggregate nonfinancial equity investments (as defined below) that equal or exceed the lesser of \$100 million (on an acquisition cost basis), or 10 percent of the holding company's consolidated Tier 1 capital as of the report date.

The FR Y-12 reporting form also must be filed by each top-tier domestic holding company that files an FR Y-9SP and has aggregate nonfinancial equity investments (as defined below) that equal or exceed 10 percent of the holding company's total capital (as

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# General Instructions

reported in item 16(f) of the balance sheet on the FR Y-9SP) as of the report date.

A domestic holding company is a holding company that is incorporated in one of the 50 States of the United States, the District of Columbia, Puerto Rico, or any U.S. territory or possession.

## What is a Nonfinancial Equity Investment?

This report collects information on nonfinancial equity investments held by a holding company on a consolidated basis. For the purposes of this report, a nonfinancial equity investment means an equity investment made by the holding company or any of its subsidiaries (see the Scope of the Information section above):

- pursuant to the merchant banking authority of section 4(k)(4)(H) of the Bank Holding Company Act (BHC Act) (12 U.S.C. 1843 (k)(4)(H)) and subpart J of the Board's Regulation Y,
- under section 4(c)(6) or 4(c)(7) of the BHC Act (12 U.S.C. 1843(c)(6) and (c)(7)) in a nonfinancial company (as defined in the glossary) or in a company that makes investments in nonfinancial companies, including mutual funds that hold equity investments,
- investments made through a Small Business Investment Company (SBIC) that is consolidated with the holding company or subsidiary, or in an SBIC that is not consolidated, under section 302(b) of the Small Business Investment Act of 1958,
- in a nonfinancial company under the portfolio investment provisions of the Board's Regulation K (12 CFR 211.8(c)(3)), or
- in a nonfinancial company under section 24 of the Federal Deposit Insurance Act (12 U.S.C. 1831a).

This report does not collect information on equity investments that a holding company or any of its subsidiaries may make under other legal authorities. For example, this report does not collect information on nonfinancial investments made by a financial holding company (FHC) under section 4(k)(4)(I) of the BHC Act (12 U.S.C. 1843(k)(4)(I)). Also, this report does not collect information on debts previously contracted (DPC) investments.

## Filing of Reports

The report is to be prepared quarterly for holding companies that file the FR Y-9C, as of the end of March, June, September, and December, and semi-annually for those holding companies that file the FR Y-9SP, as of the end of June and December. The report must be submitted within 45 calendar days of the reporting date. Reporting holding companies should submit an original and one copy of the report to the appropriate Federal Reserve Bank. Each report submitted should be signed and certified by an executive officer of the holding company. "Executive Officer" is defined in 12 CFR 215.2(d).

## Alternative Report Forms

In lieu of using the printed FR Y-12 report form, the respondent may report the required data on computer print-outs that are in the identical format and size as the printed form, including line items and columns in the order in which they appear on the printed form. The form must be signed by an executive officer of the reporting institution.

*Electronic submission of report form* — Any holding company interested in submitting the FR Y-12 electronically should contact the appropriate Federal Reserve Bank. Holding companies choosing to submit these reports electronically must maintain in their files a manually signed and attested printout of the data submitted. Holding companies should use the cover page of the report form to fulfill the signature requirement and attach it to the data printout or declaration page.

## Reporting in Dollars

All dollar amounts should be converted to U.S. dollars using the spot exchange rate on the report date, regardless of the currencies in which the transactions reported are denominated. The translations should be made on the same basis as used by the reporter to prepare its FR Y-9C and FR Y-9SP. If the holding company has no activity to report or if the item does not apply, enter a zero.

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# General Instructions

## Rounding

Round all dollar amounts reported on this form to the nearest thousand dollars.

## Negative Entries

Paper filers should report negative amounts in parentheses or with a minus (–) sign and electronic filers should report negative amounts with a minus (–) sign.

## Confidentiality

The completed version of this report generally is available to the public upon request on an individual basis. However, if a reporting holding company is of the opinion that disclosure of specific commercial or financial information in the FR Y-12 report is likely to result in substantial harm to its competitive position, the holding company may request confidential treatment for certain portions of the FR Y-12 pursuant to the Board's Rules Regarding Availability of Information, 12 CFR 261.15. A request for confidential treatment must be submitted in writing concurrently with

the submission of the FR Y-12 report. This written request must provide the legal justification for which confidentiality is requested and must provide specific facts to demonstrate the nature of the harm that would result from public release of the information. Merely stating that competitive harm would result from disclosure is not sufficient. The Federal Reserve System may subsequently release information for which confidential treatment is requested, if (1) disclosure of such information is required by law (other than 5 U.S.C. § 552); (2) more than 10 years has passed since the request for confidential treatment was made by the reporting holding company; or (3) less than 10 years have passed but the Board believes that the information cannot be withheld from disclosure under 5 U.S.C. § 552(b)(4), and the reporting holding company is provided with written notice of the Board's views and with an opportunity to object to the Board's disclosure of the information that the holding company previously requested be treated as confidential pursuant to 12 CFR 261.15 and 261.16.



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## LINE ITEM INSTRUCTIONS FOR

# Preparation of Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies

## FR Y-12

### Column Instructions

#### **Column A: Acquisition Cost (Schedules A, B, and C)**

Report in column A the aggregate acquisition cost of the nonfinancial equity investments of the holding company. For purposes of this report, acquisition cost represents the amount paid by the holding company for the nonfinancial equity investment when it was acquired. This value should only be adjusted to reflect permanent writedowns taken, as well as any partial returns of capital received.

#### **Column B: Net Unrealized Holding Gains Not Recognized as Income (Schedules A and C)**

Report in column B the net unrealized holding gains, net of applicable taxes; on all nonfinancial equity investments that are reported in accumulated other comprehensive income on the FR Y-9C or FR Y-9SP. For example, for nonfinancial equity investments treated as available-for-sale securities under ASC Topic 320, Investments Debt and Equity Securities (formerly FASB Statement No. 115, *Accounting for Certain Investments in Debt and Equity Securities*), report the unrealized gains reported in other comprehensive income. When calculating unrealized holding gains on nonfinancial equity investments, the amount should be reduced by any unrealized holding losses. If unrealized holding losses exceed unrealized gains (i.e. net unrealized holding losses), report the net loss in parentheses or with a minus (–) sign (paper filers) or with a minus (–) sign (electronic files).

#### **Column C: Carrying Value (Schedules A, B (Col. B), and C)**

Report in column C (and schedule B, column B) the carrying value of all nonfinancial equity investments as of the end of the reporting period. For the purposes of this report, carrying value refers to the amount of the

investment as reflected in the holding company's consolidated financial statements prepared in accordance with GAAP.

For example:

- Equity securities accounted for under ASC Topic 320, Investments-Debt and Equity Securities (formerly FASB Statement No. 115, *Accounting for Certain Investments in Debt and Equity Securities*), as available-for-sale are accounted for under ASC Topic 320 at fair value on the balance sheet. Therefore the fair values would be considered the carrying value of these securities.
- For nonfinancial equity investments that are accounted for under the equity method of accounting, the carrying value is the acquisition cost adjusted for pro-rata share of earnings/losses and decreased by cash dividends or similar distributions.
- For nonfinancial equity investments that do not have readily determinable fair values, carrying value should be reported at historical cost.

(Schedule A only)

#### **Column D: Publicly Quoted Value**

Report in column D the publicly quoted market value of all publicly traded nonfinancial equity investments as of the end of the reporting period (e.g., the number of shares held times the closing market price per share on the last business day of the reporting period). For purposes of this report, a public company is a company that has one or more issues of publicly traded stock. If no quoted market price is available, enter zero.

(Schedule D only)

#### **Column A, Column C, and Column E: Acquisition Cost**

Report in column A the aggregate acquisition cost of all **direct public investments** subject to the listed transac-

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# Line Item Instructions

tions **during the reporting period**. Report in column C the aggregate acquisition cost of all **direct nonpublic investments** subject to the listed transactions **during the reporting period**. For purposes of this report, acquisition cost represents the amount paid by the holding company for the nonfinancial equity investment when it was acquired, adjusted for any permanent write-downs taken in prior reporting periods, or any partial returns of capital received in prior reporting periods. Report in column E the aggregate acquisition cost of all indirect (fund) investments subject to the listed transactions during the reporting period.

**Column B, Column D, and Column F: Carrying Value**  
Report in column B the carrying value of all **direct public investments** subject to the listed transactions **during the reporting period**. Report in column D the carrying value of all **direct nonpublic investments** subject to the listed transactions during the reporting period. For the purposes of this report, carrying value refers to the amount of the investment as reflected in the holding company's consolidated financial statements prepared in accordance with GAAP. For example, available-for-sale equity securities generally are accounted for under ASC Topic 320, Investments-Debt and Equity Securities (formerly FASB Statement No. 115, *Accounting for Certain Investments in Debt and Equity Securities*), at fair value on the balance sheet. Therefore fair value would be considered the carrying value of these securities. Report in column F the carrying value of all indirect (fund) investments subject to the listed transactions during the reporting period.

## Instructions for Specific Lines of Schedule A: Type of Investments

### Line Item 1 Direct investments in public entities

For purposes of this report, a public entity is an entity that has one or more issues of publicly traded stock. Report in column A the acquisition cost of the holding company's nonfinancial equity investment in public entities. Report in column B net unrealized holding gains not recognized as income. Report in column C the carrying value of the holding company's investments in public entities. Report in column D the publicly quoted value of the holding company's investments in public entities.

### Line Item 2 Direct investments in nonpublic entities

For purposes of this report, a nonpublic entity is one that does not have any issue of publicly traded stock. Report in column A the acquisition cost of these investments. Report in column B net unrealized holding gains not recognized as income. Report in column C the carrying value of these investments.

### Line Item 3 All indirect investments

Report in column A the acquisition cost of the holding company's nonfinancial equity investments in these funds or other entities. See the glossary for a definition of indirect investments. Report in column B net unrealized holding gains not recognized as income. Report in column C the carrying value of these investments. For purposes of this report, the total amount of the equity investment in the fund is reportable even if only a portion of the fund investments is made in nonfinancial companies.

### Line Item 4 Total portfolio

Report in columns A through C the totals of items 1, 2, and 3 for Schedule A.

## Memoranda

### Line Item M1 Total portfolio

Report in the box that represents the total number of companies in which the holding company has nonfinancial equity investments. Enter "1" for 1–10, "11" for 11–25, "26" for 26–100 or "100" for 100+ to represent the number of companies in your total portfolio. For indirect investments, count the number of investment funds or similar entities in which the holding company has an indirect investment.

### Line Item M2 Investments held under merchant banking authority (FHCs only)

This item only applies to FHCs. Report in column A the acquisition cost of investments held by the FHC (on a consolidated basis) under the merchant banking authority of the Gramm-Leach-Bliley Act (GLBA) (12 U.S.C. 1843(k)(4)(H)) and Federal Reserve regulation. Report in column B net unrealized holding gains of these investments not recognized as income. Report in column C the carrying value as defined above. The carrying value should be reported using the same valu-



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# Line Item Instructions

ation method used in preparing the FR Y-9C or FR Y-9SP.

## **Line Item M3 Pre-tax impact on net income from items 1, 2, and 3 above (FR Y-9C filers only)**

For direct or indirect investments reported in items 1, 2, and 3 above, report the impact that these investments had on the holding company's consolidated net income (loss). The information reported for this line item should reflect the pre-tax year-to-date net gain (loss) that the nonfinancial equity investments reported on lines 1, 2, and 3 of the form had on the filer's net income (loss) reported in Schedule HI, item 8 of the FR Y-9C. Filers should not include overhead or other expense related items when calculating the net gain (loss) produced by the nonfinancial equity investments captured on the form. This item should not be reported by holding companies that file the FR Y-9SP report. If the impact on net income is a loss, report the net loss in parentheses or with a minus (–) sign (paper filers) or with a minus (–) sign (electronic filers). Include the net gain (loss) of all nonfinancial equity investments not held in the trading account, regardless of where such investments are reflected in the financial statements of the reporting holding company.

## **Line Item M4 Investments managed for others**

This item applies to all holding companies that manage nonfinancial equity investments for others by serving as a general partner in a limited partnership or performing a similar function in a private equity fund. These investments are not owned by the holding company and are not consolidated in the holding company's financial statements. Exclude investments managed through a bank trust department in a fiduciary capacity. While this is an off-balance sheet item, report the carrying value of all investments managed for others, as established by the general partner (in the case of a fund) or as established by the holding company in its investment management capacity. If the holding company does not manage nonfinancial equity investments for others, proceed to Schedule B.

## **Line Item M5 Pre-tax impact on net income for management fees from item M4 above (FR Y-9C filers only)**

Report the impact on the holding company's consolidated net income (loss) from management fees gener-

ated from investments managed for others reported in item M4. The information reported for this line item should reflect the pre-tax year-to-date net gain (loss) that the management fees for the investments reported on line M4 of the form had on the filer's net income (loss) reported in Schedule HI, item 8 of the FR Y-9C. Filers should not include overhead or other expense related items when calculating the net gain (loss) produced by the nonfinancial equity investments captured on the form. This item should not be reported by holding companies that file the FR Y-9SP report. If the impact on net income is a loss, report the net loss in parentheses or with a minus (–) sign (paper filers) or with a minus (–) sign (electronic filers).

## **Instructions for Specific Lines of Schedule B: Type of Security**

### **Line Item 1 Common stock**

Report in column A the acquisition cost of the holding company's nonfinancial equity investments that are in the form of voting and non-voting common stock. Report in column B the carrying value of all such voting and nonvoting common stock held by the holding company.

### **Line Item 2 Convertible debt and convertible preferred stock**

Report in column A the acquisition cost of the holding company's nonfinancial equity investments that are in the form of convertible debt and convertible preferred stock. Report in column B the carrying value of such convertible bonds and convertible preferred stock held by the holding company. This item would include mezzanine debt that is convertible into equity.

### **Line Item 3 Other equity instruments**

Report in column A the acquisition cost of all of the holding company's other nonfinancial equity investments not specified in items 1 and 2. Report in column B the carrying value of these nonfinancial equity investments. See the glossary definition of equity investment for what types of securities to include in this item.

### **Line Item 4 Total portfolio**

Report the sum of items 1 through 3 for columns A and B. Item 4, columns A and C of Schedule A must

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# Line Item Instructions

equal item 4, columns A and B of Schedule B, respectively.

## Memoranda

### **Line Item M1 Unused equity commitments**

Report any unused portion of legally binding commitments to make a nonfinancial equity investment.

### **Line Item M2 Warrants**

Does the holding company hold any Warrants or similar instruments received in connection with equity investment activity? (See the glossary definition) Enter “1” if yes, “0” (zero) if no.

## Instructions for Specific Lines of Schedule C: Type of Entity Within the Banking Organization

### **Line Item 1 Depository institutions**

#### **Line Item 1(a) SBICs**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the nonfinancial equity investments held by all SBICs that are consolidated in the financial statements of a subsidiary depository institution of the holding company. Also include the acquisition cost and carrying value of any nonfinancial equity investment made by a subsidiary depository institution in a SBIC that is not consolidated with the depository institution for accounting purposes.

#### **Line Item 1(b) Edge and agreement corporations**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments of all Edge or agreement corporations that are owned or controlled by subsidiary depository institutions of the holding company. Edge corporations are formed under Section 25A of the Federal Reserve Act and agreement corporations are formed under Section 25 of the Federal Reserve Act.

#### **Line Item 1(c) All other**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments of the subsidiary depository institutions of the holding company that are not reported in items 1(a) or 1(b). All other nonfinancial equity investments owned or controlled directly or indirectly through a depository institution should be reported on this line item.

### **Line Item 2 Parent holding company and other nonbank subsidiaries**

#### **Line Item 2(a) SBICs**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments (including nonfinancial equity investments held under Merchant Banking Authority) of all SBICs that are consolidated with the holding company for accounting purposes and that are not owned or controlled by the holding company through a depository institution. Also include any nonfinancial equity investment made directly or indirectly by the holding company or a non-depository subsidiary in a SBIC that is not consolidated for accounting purposes.

#### **Line Item 2(b) Edge and agreement corporations**

Report in columns A, and B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments of all Edge or agreement corporations that are not owned or controlled by the holding company through a depository institution. Edge corporations are formed under Section 25A of the Federal Reserve Act and agreement corporations are formed under Section 25 of the Federal Reserve Act.

#### **Line Item 2(c) Broker-Dealers**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments (including nonfinancial equity investments held under Merchant Banking Authority) of subsidiaries of the holding

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# Line Item Instructions

company that are registered with the SEC as a broker-dealer. Exclude any nonfinancial equity investment held in a trading account in accordance with applicable accounting principles and as part of an underwriting, market making or dealing activity. Also, exclude nonfinancial equity investments of broker-dealers that are controlled by the holding company through a depository institution.

## **Line Item 2(d) Private Equity subsidiaries**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the all direct and indirect nonfinancial equity investments held in a non-bank subsidiary predominantly engaged in investing and managing nonfinancial equity investments authorized under section 4(c)(6) or 4(c)(7) of the BHC Act, or under Merchant Banking authority of GLBA (excluding investments held by SBICs, Edge or agreement corps, and broker-dealers reported in 2(a), 2(b), and 2(c) above.

## **Line Item 2(e) All other**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of all other direct and indirect nonfinancial equity investments of the holding company and its nondepository institution subsidiaries that are not reported in items 2(a) through 2(d).

## **Line Item 3 Total portfolio**

Columns A, B, and C must equal the sum of items 1 and 2 of Schedule C, and item 4, columns A, B, and C of Schedule A.

## Memoranda

### **Line Item M1 Domestic investments**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments of the consolidated holding company in companies domiciled in the 50 States of the United States, the District of Columbia, Puerto Rico, and U.S. territories and possessions. The sum of memoranda items 1 and 2, columns A, B, and C, should equal Schedule A, item 4, columns A, B, and C.

### **Line Item M2 Foreign investment**

Report in columns A, B, and C, the acquisition cost, net unrealized holding gains not recognized as income, and carrying value, respectively, of the direct and indirect nonfinancial equity investments of the consolidated holding company in companies domiciled outside the 50 States of the United States, the District of Columbia, Puerto Rico, and U.S. territories and possessions. The sum of memorandum item 1 and memorandum item 2, columns A, B, and C, should equal Schedule A, item 4, columns A, B, and C.

## Instructions for Specific Lines of Schedule D: Nonfinancial Investment Transactions During Reporting Period

### **Line Item 1 Purchases**

Report in columns A and B for direct public investments, columns C and D for direct nonpublic investments, and columns E and F for indirect (fund) investments, the aggregate acquisition cost and carrying value, respectively, of all nonfinancial equity investment purchases made during the reporting period. In most cases carrying value will equal acquisition cost. This item is reported as a net addition to the portfolio.

### **Line Item 2 Less: Return of Capital**

Report in columns A and B for direct public investments, columns C and D for direct nonpublic investments, and columns E and F for indirect (fund) investments, the aggregate acquisition cost and carrying value of all investments that realized returns of capital (exclusive of realized gains/losses) during the reporting period. This item is reported as a net reduction to the portfolio.

### **Line Item 3 Net Valuation Changes**

Report in column B for direct public investments, column D for direct nonpublic investments, and column F for indirect (fund) investments, the aggregate net change to the portfolio carrying value since the last reporting period. Changes should include adjustments to all nonfinancial equity investments reflecting write-ups, writedowns, or write-offs during the reporting period. If the aggregate change is a negative value, enclose the amount in parentheses or with a minus (–) sign (paper filers) or use a minus (–) sign (electronic filers).

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# Line Item Instructions

## **Line Item 4 Other**

Report in columns A and B for direct public investments, columns C and D for direct nonpublic investments, and columns E and F for indirect (fund) investments, any other transactions affecting the aggregate acquisition cost or carrying value of the portfolio during the reporting period. (e.g., write-downs for permanent impairment or investments acquired through mergers. Holding companies have the option of including permanent impairment write-downs to car-

rying value in net valuation changes in line item 3). If a negative value, enclose the amount in parentheses or with a minus (–) sign (paper filers) or use a minus (–) sign (electronic filers).

## **Line Item 5 Total Transactions**

Report the sum of items 1 through 4, for columns A, B, C, D, E, and F.

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# Glossary

For the definition of Appropriate Federal Reserve Bank, Bank Holding Company, BHC Act, Company, Control, Depository Institution, Edge Corporation, FHC, Foreign Investment, Savings and Loan Holding Company, and U.S. intermediate holding companies, please refer to the glossary of the FR Y-10.

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## Acquisition Cost

For purposes of this report, acquisition cost refers to the aggregate acquisition cost of nonfinancial equity investments currently held. This value should be adjusted to reflect permanent writedowns as well as any partial returns of capital. Exclude adjustments for temporary impairment write-downs, amortization of discounts or premiums (e.g., on convertible debt), and fair value adjustments.

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## Carrying Value

For the purposes of this report, carrying value refers to the amount of the investment as reflected in the holding company's consolidated financial statements prepared in accordance with GAAP. Carrying value includes adjustments for return of capital as well as impairment write-downs, amortization of discounts or premiums (e.g., convertible debt), and fair value adjustments that are reflected on the balance sheet.

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## Convertible Bonds and Convertible Preferred Stock

For the purposes of this report, bonds or preferred stock that can be converted into or redeemed for a company's common stock at a prearranged price are considered convertible.

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## Direct Investment

For the purposes of this report, a direct investment is any nonfinancial equity investment that the holding company or any of its consolidated subsidiaries holds directly in a nonfinancial entity.

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## Equity Investment

For purposes of this report, an equity investment refers to common stock, partnership interests, convertible preferred stock, convertible debt, and warrants, options, and other rights that give the holder the right to acquire common stock or instruments convertible into common stock. An equity investment does not include any position or security held in a trading account on a short-term basis, in accordance with applicable accounting principles, and as part of an underwriting, market-making or dealing activity.

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## Indirect Investment

For the purposes of this report, an indirect investment is a nonfinancial equity investment that the holding company or any of its consolidated subsidiaries has in an investment fund or similar entity that is engaged in the business of making equity investments in nonfinancial companies. An investment fund can be organized in any form, including as a partnership, corporation, or limited liability company. An example of an indirect investment is an investment in a private equity fund that makes merchant banking investments under section 4(k)(4)(H) of the BHC Act (12 U.S.C. 1843(k)(4)(H)).

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## Mezzanine Financing

Mezzanine generally refers to that subordinated layer of financing between a company's senior debt and

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# Glossary

equity. This type of financing combines the characteristics of debt and equity funding, and, in many instances, is convertible into equity securities or comes with warrants attached. Mezzanine debt is often used to finance acquisitions and buyouts, and is viewed as an attractive investment because of its higher returns that are unavailable to senior lenders. However, in a liquidation situation mezzanine lenders' repayment status is only better than that of the equity holders.

## **Nonfinancial Company**

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A nonfinancial company is a company that is engaged in any activity that has not been determined to be financial in nature or incidental to a financial activity under section 4(k) of the BHC Act (12 U.S.C. 1843(k)). Examples of activities that are considered nonfinancial in nature are: Telecommunications, Health Care, Entertainment, Transportation, and Manufacturing.

## **Nonpublic Company**

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A nonpublic company has equity shares that are not traded on the open market. This type of company is also called a private company, which is the opposite of a public company.

## **Public Company**

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A public company has issued securities through a "public offering" and are now traded on the open market (i.e., NYSE, NASDAQ). This type of company is also called "publicly held" or publicly traded, and the opposite of a private company.

## **Subsidiary**

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For purposes of this report, subsidiary means any company in which the holding company, directly or indirectly, owns or controls more than 50 percent of the outstanding voting stock and which is consolidated under GAAP in the parent holding company's financial statements.

## **Warrant**

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A type of security, usually issued together with a subordinated debt instrument (Mezzanine Debt), restructured debt, or a bond or preferred stock offer, that entitles the holder to buy (exercise) a proportionate amount of common stock at a specified price, for a period of years or to perpetuity.

## Essential Quality Edits for the FR Y-12

Effective as of March 31, 2019

| Series | Effective Start Date | Effective End Date | Edit Change | Schedule | Edit Type | Edit Number | TargetItem | MDRM Number | Edit Test  | Alg Edit Test   |
|--------|----------------------|--------------------|-------------|----------|-----------|-------------|------------|-------------|--|---|
| FRY12  | 20130331             | 99991231           | No change   | A        | Quality   | 0523        | A-Mem3     | BHEIB498    | If the reporting institution is a top-tier holding company that files an FR Y-9SP or is a lower-tier holding company that for reporting purposes files an FR Y-9SP as the top tier, then A-Mem3 should equal zero. | if the reporting institution is a top-tier holding company that files an FR Y-9SP or is a lower-tier holding company that for reporting purposes files an FR Y-9SP as the top tier then bheib498 eq 0 |
| FRY12  | 20050331             | 99991231           | No change   | A        | Quality   | 0510        | A-4A       | BHEIC101    | At least one of A-4A, A-4B, or A-4C should not equal zero.   | bheic101 ne 0 or bheic102 ne 0 or bheic103 ne 0   |
| FRY12  | 20050331             | 99991231           | No change   | B        | Quality   | 0550        | B-1A       | BHEIC107    | If B-1B is greater than zero, then B-1A should be greater than zero.   | if bheic108 gt 0 then bheic107 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | B        | Quality   | 0560        | B-1B       | BHEIC108    | If B-1A is greater than zero, then B-1B should be greater than zero.   | if bheic107 gt 0 then bheic108 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | B        | Quality   | 0570        | B-2A       | BHEIC109    | If B-2B is greater than zero, then B-2A should be greater than zero.   | if bheic110 gt 0 then bheic109 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | B        | Quality   | 0580        | B-2B       | BHEIC110    | If B-2A is greater than zero, then B-2B should be greater than zero.   | if bheic109 gt 0 then bheic110 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | B        | Quality   | 0590        | B-3A       | BHEIC111    | If B-3B is greater than zero, then B-3A should be greater than zero.   | if bheic112 gt 0 then bheic111 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | B        | Quality   | 0600        | B-3B       | BHEIC112    | If B-3A is greater than zero, then B-3B should be greater than zero.   | if bheic111 gt 0 then bheic112 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0650        | C-1aA      | BHEIC117    | If C-1aC is greater than zero, then C-1aA should be greater than zero.   | if bheic118 gt 0 then bheic117 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0660        | C-1aC      | BHEIC118    | If C-1aA is greater than zero, then C-1aC should be greater than zero.   | if bheic117 gt 0 then bheic118 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0690        | C-1bA      | BHEIC121    | If C-1bC is greater than zero, then C-1bA should be greater than zero.   | if bheic122 gt 0 then bheic121 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0700        | C-1bC      | BHEIC122    | If C-1bA is greater than zero, then C-1bC should be greater than zero.   | if bheic121 gt 0 then bheic122 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0730        | C-1cA      | BHEIC126    | If C-1cC is greater than zero, then C-1cA should be greater than zero.   | if bheic127 gt 0 then bheic126 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0740        | C-1cC      | BHEIC127    | If C-1cA is greater than zero, then C-1cC should be greater than zero.   | if bheic126 gt 0 then bheic127 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0790        | C-2cA      | BHEIC131    | If C-2cC is greater than zero, then C-2cA should be greater than zero.   | if bheic132 gt 0 then bheic131 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0800        | C-2cC      | BHEIC132    | If C-2cA is greater than zero, then C-2cC should be greater than zero.   | if bheic131 gt 0 then bheic132 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0750        | C-2aA      | BHEIC136    | If C-2aC is greater than zero, then C-2aA should be greater than zero.   | if bheic137 gt 0 then bheic136 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0760        | C-2aC      | BHEIC137    | If C-2aA is greater than zero, then C-2aC should be greater than zero.   | if bheic136 gt 0 then bheic137 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0830        | C-2eA      | BHEIC145    | If C-2eC is greater than zero, then C-2eA should be greater than zero.   | if bheic146 gt 0 then bheic145 gt 0   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0840        | C-2eC      | BHEIC146    | If C-2eA is greater than zero, then C-2eC should be greater than zero.   | if bheic145 gt 0 then bheic146 gt 0   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 1050        | C-Mem1A    | BHEIC155    | If C-Mem1C is greater than zero, then C-Mem1A should be greater than zero.   | if bheic156 gt 0 then bheic155 gt 0   |

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| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 1060        | C-Mem1C    | BHEIC156    | If C-Mem1A is greater than zero, then C-Mem1C should be greater than zero. | if bheic155 gt 0 then bheic156 gt 0 |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 1080        | C-Mem2A    | BHEIC157    | Sum of C-Mem1A and C-Mem2A should equal A-4A                               | (bheic155 + bheic157) eq bheic101   |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 1100        | C-Mem2A    | BHEIC157    | If C-Mem2C is greater than zero, then C-Mem2A should be greater than zero. | if bheic158 gt 0 then bheic157 gt 0 |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 1120        | C-Mem2C    | BHEIC158    | If C-Mem2A is greater than zero, then C-Mem2C should be greater than zero. | if bheic157 gt 0 then bheic158 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 1130        | C-Mem2C    | BHEIC158    | Sum of C-Mem1C and C-Mem2C should equal A-4C                               | (bheic156 + bheic158) eq bheic103   |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0770        | C-2bA      | BHEIC722    | If C-2bC is greater than zero, then C-2bA should be greater than zero.     | if bheic724 gt 0 then bheic722 gt 0 |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0780        | C-2bC      | BHEIC724    | If C-2bA is greater than zero, then C-2bC should be greater than zero.     | if bheic722 gt 0 then bheic724 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 0810        | C-2dA      | BHEIC726    | If C-2dC is greater than zero, then C-2dA should be greater than zero.     | if bheic728 gt 0 then bheic726 gt 0 |
| FRY12  | 20010930             | 99991231           | No change   | C        | Quality   | 0820        | C-2dC      | BHEIC728    | If C-2dA is greater than zero, then C-2dC should be greater than zero.     | if bheic726 gt 0 then bheic728 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1200        | D-1A       | BHEIC731    | If D-1B is greater than zero, then D-1A should be greater than zero.       | if bheic732 gt 0 then bheic731 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1210        | D-1B       | BHEIC732    | If D-1A is greater than zero, then D-1B should be greater than zero.       | if bheic731 gt 0 then bheic732 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1220        | D-1E       | BHEIC733    | If D-1F is greater than zero, then D-1E should be greater than zero.       | if bheic734 gt 0 then bheic733 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1230        | D-1F       | BHEIC734    | If D-1E is greater than zero, then D-1F should be greater than zero.       | if bheic733 gt 0 then bheic734 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1240        | D-2A       | BHEIC735    | If D-2B is greater than zero, then D-2A should be greater than zero.       | if bheic736 gt 0 then bheic735 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1250        | D-2B       | BHEIC736    | If D-2A is greater than zero, then D-2B should be greater than zero.       | if bheic735 gt 0 then bheic736 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1260        | D-2E       | BHEIC737    | If D-2F is greater than zero, then D-2E should be greater than zero.       | if bheic738 gt 0 then bheic737 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1270        | D-2F       | BHEIC738    | If D-2E is greater than zero, then D-2F should be greater than zero.       | if bheic737 gt 0 then bheic738 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1280        | D-4A       | BHEIC741    | If D-4B is greater than zero, then D-4A should be greater than zero.       | if bheic742 gt 0 then bheic741 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | D        | Quality   | 1290        | D-4B       | BHEIC742    | If D-4A is greater than zero, then D-4B should be greater than zero.       | if bheic741 gt 0 then bheic742 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1300        | D-4E       | BHEIC743    | If D-4F is greater than zero, then D-4E should be greater than zero.       | if bheic744 gt 0 then bheic743 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1310        | D-4F       | BHEIC744    | If D-4E is greater than zero, then D-4F should be greater than zero.       | if bheic743 gt 0 then bheic744 gt 0 |
| FRY12  | 20050331             | 99991231           | No change   | C        | Quality   | 1110        | C-Mem2B    | BHEIC750    | Sum of C-Mem1B and C-Mem2B should equal A-4B                               | (bheic749 + bheic750) eq bheic102   |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1212        | D-1C       | BHEIJ434    | If D-1D is greater than zero, then D-1C should be greater than zero.       | if bheij435 gt 0 then bheij434 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1213        | D-1D       | BHEIJ435    | If D-1C is greater than zero, then D-1D should be greater than zero.       | if bheij434 gt 0 then bheij435 gt 0 |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1252        | D-2C       | BHEIJ436    | If D-2D is greater than zero, then D-2C should be greater than zero.       | if bheij437 gt 0 then bheij436 gt 0 |



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| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1253        | D-2D       | BHEIJ437    | If D-2C is greater than zero, then D-2D should be greater than zero.   | if bheij436 gt 0 then bheij437 gt 0   |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1292        | D-4C       | BHEIJ439    | If D-4D is greater than zero, then D-4C should be greater than zero.   | if bheij440 gt 0 then bheij439 gt 0   |
| FRY12  | 20100331             | 99991231           | No change   | D        | Quality   | 1293        | D-4D       | BHEIJ440    | If D-4C is greater than zero, then D-4D should be greater than zero.   | if bheij439 gt 0 then bheij440 gt 0   |
| FRY12  | 20100331             | 99991231           | No change   | A        | Quality   | 0525        | A-Mem5     | BHEIJ443    | If A-Mem3 is not equal to zero and A-Mem4 is greater than zero, then A-Mem5 should be greater than zero.   | if (bheib498 ne 0 and bheic716 gt 0) then bheij443 gt 0   |
| FRY12  | 20130331             | 99991231           | No change   | A        | Quality   | 0527        | A-Mem5     | BHEIJ443    | If the reporting institution is a top-tier holding company that files an FR Y-9SP or is a lower-tier holding company that for reporting purposes files an FR Y-9SP as the top tier, then A-Mem5 should equal zero. | if the reporting institution is a top-tier holding company that files an FR Y-9SP or is a lower-tier holding company that for reporting purposes files an FR Y-9SP as the top tier then bheij443 eq 0 |



## Validity & Syntax Edits for the FR Y-12

Effective as of March 31, 2019

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|--------|----------------------|--------------------|-------------|----------|-----------|-------------|-------------|-------------|--------------------------|--|---|
| FRY12  | 20140331             | 99991231           | No Change   | Page 1   | Validity  | 0020        | SROFFRNM    | BHEIC490    | All Codes                | SROFFRNM must not be null.   | bheic490 ne null  |
| FRY12  | 20140331             | 99991231           | No Change   | Page 1   | Validity  | 0030        | TITLEOFFOFF | BHEIC491    | All Codes                | TITLEOFFOFF must not be null.  | bheic491 ne null  |
| FRY12  | 20140331             | 20160930           | Archived    | Page 1   | Validity  | 0045        | DATESIGN    | BHEIJ196    |                          | DATESIGN must not be null  | bheij196 ne null  |
| FRY12  | 20161231             | 99991231           | No Change   | Page 1   | Validity  | 0045        | DATESIGN    | BHEIJ196    | All Codes                | DATESIGN must not be null, and must be entered in MM/DD/YYYY format. | bheij196 ne null and bheij196 eq mmdyyy   |
| FRY12  | 20010930             | 99991231           | No Change   | A        | Validity  | 0050        | A-4A        | BHEIC101    | All Codes                | Sum of A-1A through A-3A must equal A-4A.                            | (bheic088 + bheic093 + bheic097) eq bheic101  |
| FRY12  | 20010930             | 99991231           | No Change   | A        | Validity  | 0070        | A-4B        | BHEIC102    | All Codes                | Sum of A-1B through A-3B must equal A-4B.                            | (bheic089 + bheic094 + bheic098) eq bheic102  |
| FRY12  | 20010930             | 99991231           | No Change   | A        | Validity  | 0090        | A-4C        | BHEIC103    | All Codes                | Sum of A-1C through A-3C must equal A-4C.                            | (bheic090 + bheic095 + bheic099) eq bheic103  |
| FRY12  | 20010930             | 99991231           | No Change   | A        | Validity  | 0100        | A-Mem1      | BHEIC100    | All Codes                | A-Mem1 must equal 1, 11, 26, or 100, and must not be null.           | bheic100 eq 1 or bheic100 eq 11 or bheic100 eq 26 or bheic100 eq 100                                |
| FRY12  | 20010930             | 99991231           | No Change   | B        | Validity  | 0110        | B-4A        | BHEIC113    | All Codes                | Sum of B-1A through B-3A must equal B-4A.                            | (bheic107 + bheic109 + bheic111) eq bheic113  |
| FRY12  | 20010930             | 99991231           | No Change   | B        | Validity  | 0130        | B-4A        | BHEIC113    | All Codes                | B-4A must equal A-4A.  | bheic113 eq bheic101  |
| FRY12  | 20010930             | 99991231           | No Change   | B        | Validity  | 0150        | B-4B        | BHEIC114    | All Codes                | Sum of B-1B through B-3B must equal B-4B.                            | (bheic108 + bheic110 + bheic112) eq bheic114  |
| FRY12  | 20010930             | 99991231           | No Change   | B        | Validity  | 0170        | B-4B        | BHEIC114    | All Codes                | B-4B must equal A-4C.  | bheic114 eq bheic103  |
| FRY12  | 20050331             | 99991231           | No Change   | B        | Validity  | 0180        | B-Mem2      | BHEIC717    | All Codes                | B-Mem2 must equal 1 (yes) or 0 (no), and must not be null.           | bheic717 eq 1 or bheic717 eq 0  |
| FRY12  | 20010930             | 99991231           | No Change   | C        | Validity  | 0190        | C-3A        | BHEIC150    | All Codes                | Sum of C-1aA through C-2eA must equal C-3A.                          | (bheic117 + bheic121 + bheic126 + bheic136 + bheic722 + bheic131 + bheic726 + bheic145) eq bheic150 |
| FRY12  | 20010930             | 99991231           | No Change   | C        | Validity  | 0210        | C-3A        | BHEIC150    | All Codes                | C-3A must equal A-4A.  | bheic150 eq bheic101  |
| FRY12  | 20010930             | 99991231           | No Change   | C        | Validity  | 0230        | C-3B        | BHEIC730    | All Codes                | Sum of C-1aB through C-2eB must equal C-3B.                          | (bheic718 + bheic719 + bheic720 + bheic721 + bheic723 + bheic725 + bheic727 + bheic729) eq bheic730 |
| FRY12  | 20010930             | 99991231           | No Change   | C        | Validity  | 0250        | C-3B        | BHEIC730    | All Codes                | C-3B must equal A-4B.  | bheic730 eq bheic102  |
| FRY12  | 20050331             | 99991231           | No Change   | C        | Validity  | 0260        | C-3C        | BHEIC151    | All Codes                | Sum of C-1aC through C-2eC must equal C-3C.                          | (bheic118 + bheic122 + bheic127 + bheic137 + bheic724 + bheic132 + bheic728 + bheic146) eq bheic151 |
| FRY12  | 20050331             | 99991231           | No Change   | C        | Validity  | 0280        | C-3C        | BHEIC151    | All Codes                | C-3C must equal A-4C.  | bheic151 eq bheic103  |

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| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0300        | D-5A       | BHEIC745    | All Codes                | Sum of D-1A and D-4A minus D-2A must equal D-5A.  | ((bheic731 + bheic741) - bheic735) eq bheic745                               |
| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0310        | D-5B       | BHEIC746    | All Codes                | Sum of D-1B, D-3B, and D-4B minus D-2B must equal D-5B.                                     | ((bheic732 + bheic739 + bheic742) - bheic736) eq bheic746                    |
| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0312        | D-5C       | BHEIJ441    | All Codes                | Sum of D-1C and D-4C minus D-2C must equal D-5C.  | ((bheij434 + bheij439) - bheij436) eq bheij441                               |
| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0315        | D-5D       | BHEIJ442    | All Codes                | Sum of D-1D, D-3D, and D-4D minus D-2D must equal D-5D.                                     | ((bheij435 + bheij438 + bheij440) - bheij437) eq bheij442                    |
| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0320        | D-5E       | BHEIC747    | All Codes                | Sum of D-1E and D-4E minus D-2E must equal D-5E.  | ((bheic733 + bheic743) - bheic737) eq bheic747                               |
| FRY12  | 20100331             | 99991231           | No Change   | D        | Validity  | 0330        | D-5F       | BHEIC748    | All Codes                | Sum of D-1F, D-3F, and D-4F minus D-2F must equal D-5F.                                     | ((bheic734 + bheic740 + bheic744) - bheic738) eq bheic748                    |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0335        | A-1A       | BHEIC088    | All Codes                | A-1A must not be null and must not be negative.   | bheic088 ne null and bheic088 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0335        | A-1C       | BHEIC090    | All Codes                | A-1C must not be null and must not be negative.   | bheic090 ne null and bheic090 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0335        | A-1D       | BHEIC091    | All Codes                | A-1D must not be null and must not be negative.   | bheic091 ne null and bheic091 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0340        | A-1B       | BHEIC089    | All Codes                | A-1B must not be null.  | bheic089 ne null   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0345        | A-2A       | BHEIC093    | All Codes                | A-2A must not be null and must not be negative.   | bheic093 ne null and bheic093 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0345        | A-2C       | BHEIC095    | All Codes                | A-2C must not be null and must not be negative.   | bheic095 ne null and bheic095 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0350        | A-2B       | BHEIC094    | All Codes                | A-2B must not be null.  | bheic094 ne null   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0355        | A-3A       | BHEIC097    | All Codes                | A-3A must not be null and must not be negative.   | bheic097 ne null and bheic097 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0355        | A-3C       | BHEIC099    | All Codes                | A-3C must not be null and must not be negative.   | bheic099 ne null and bheic099 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0360        | A-3B       | BHEIC098    | All Codes                | A-3B must not be null.  | bheic098 ne null   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0365        | A-4A       | BHEIC101    | All Codes                | A-4A must not be null and must not be negative.   | bheic101 ne null and bheic101 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0365        | A-4C       | BHEIC103    | All Codes                | A-4C must not be null and must not be negative.   | bheic103 ne null and bheic103 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0370        | A-4B       | BHEIC102    | All Codes                | A-4B must not be null.  | bheic102 ne null   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0385        | A-Mem3     | BHEIB498    | 1,2                      | For holding companies filing the FR Y-9C, A-Mem3 must not be null.                          | For holding companies filing the FR Y-9C, bheib498 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0390        | A-Mem4     | BHEIC716    | All Codes                | A-Mem4 must not be null and must not be negative.   | For holding companies filing the FR Y-9C, bheic716 ne null and bheic716 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | A        | Validity  | 0395        | A-Mem5     | BHEIJ443    | 1,2                      | For holding companies filing the FR Y-9C, A-Mem5 must not be null and must not be negative. | bheij443 ne null and bheij443 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0400        | B-1A       | BHEIC107    | All Codes                | B-1A must not be null and must not be negative.   | bheic107 ne null and bheic107 ge 0   |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0400        | B-1B       | BHEIC108    | All Codes                | B-1B must not be null and must not be negative.   | bheic108 ne null and bheic108 ge 0   |

| Series | Effective Start Date | Effective End Date | Edit Change | Schedule | Edit Type | Edit Number | TargetItem | MDRM Number | Sub Flag Code (BHEIF838) | Edit Test   | Alg Edit Test                      |
|--------|----------------------|--------------------|-------------|----------|-----------|-------------|------------|-------------|--------------------------|---|------------------------------------|
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0405        | B-2A       | BHEIC109    | All Codes                | B-2A must not be null and must not be negative.   | bheic109 ne null and bheic109 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0405        | B-2B       | BHEIC110    | All Codes                | B-2B must not be null and must not be negative.   | bheic110 ne null and bheic110 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0410        | B-3A       | BHEIC111    | All Codes                | B-3A must not be null and must not be negative.   | bheic111 ne null and bheic111 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0410        | B-3B       | BHEIC112    | All Codes                | B-3B must not be null and must not be negative.   | bheic112 ne null and bheic112 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0415        | B-4A       | BHEIC113    | All Codes                | B-4A must not be null and must not be negative.   | bheic113 ne null and bheic113 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0415        | B-4B       | BHEIC114    | All Codes                | B-4B must not be null and must not be negative.   | bheic114 ne null and bheic114 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0420        | B-Mem1     | BHEIC115    | All Codes                | B-Mem1 must not be null and must not be negative. | bheic115 ne null and bheic115 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | B        | Validity  | 0425        | B-Mem2     | BHEIC717    | All Codes                | B-Mem2 must not be null.                          | bheic717 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0430        | C-1aA      | BHEIC117    | All Codes                | C-1aA must not be null and must not be negative.  | bheic117 ne null and bheic117 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0430        | C-1aC      | BHEIC118    | All Codes                | C-1aC must not be null and must not be negative.  | bheic118 ne null and bheic118 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0435        | C-1aB      | BHEIC718    | All Codes                | C-1aB must not be null.                           | bheic718 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0440        | C-1bA      | BHEIC121    | All Codes                | C-1bA must not be null and must not be negative.  | bheic121 ne null and bheic121 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0440        | C-1bC      | BHEIC122    | All Codes                | C-1bC must not be null and must not be negative.  | bheic122 ne null and bheic122 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0445        | C-1bB      | BHEIC719    | All Codes                | C-1bB must not be null.                           | bheic719 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0450        | C-1cA      | BHEIC126    | All Codes                | C-1cA must not be null and must not be negative.  | bheic126 ne null and bheic126 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0450        | C-1cC      | BHEIC127    | All Codes                | C-1cC must not be null and must not be negative.  | bheic127 ne null and bheic127 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0455        | C-1cB      | BHEIC720    | All Codes                | C-1cB must not be null.                           | bheic720 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0460        | C-2aA      | BHEIC136    | All Codes                | C-2aA must not be null and must not be negative.  | bheic136 ne null and bheic136 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0460        | C-2aC      | BHEIC137    | All Codes                | C-2aC must not be null and must not be negative.  | bheic137 ne null and bheic137 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0465        | C-2aB      | BHEIC721    | All Codes                | C-2aB must not be null.                           | bheic721 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0470        | C-2bA      | BHEIC722    | All Codes                | C-2bA must not be null and must not be negative.  | bheic722 ne null and bheic722 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0470        | C-2bC      | BHEIC724    | All Codes                | C-2bC must not be null and must not be negative.  | bheic724 ne null and bheic724 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0475        | C-2bB      | BHEIC723    | All Codes                | C-2bB must not be null.                           | bheic723 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0480        | C-2cA      | BHEIC131    | All Codes                | C-2cA must not be null and must not be negative.  | bheic131 ne null and bheic131 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0480        | C-2cC      | BHEIC132    | All Codes                | C-2cC must not be null and must not be negative.  | bheic132 ne null and bheic132 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0485        | C-2cB      | BHEIC725    | All Codes                | C-2cB must not be null.                           | bheic725 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0490        | C-2dA      | BHEIC726    | All Codes                | C-2dA must not be null and must not be negative.  | bheic726 ne null and bheic726 ge 0 |

| Series | Effective Start Date | Effective End Date | Edit Change | Schedule | Edit Type | Edit Number | TargetItem | MDRM Number | Sub Flag Code (BHEIF838) | Edit Test  | Alg Edit Test                      |
|--------|----------------------|--------------------|-------------|----------|-----------|-------------|------------|-------------|--------------------------|--|------------------------------------|
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0490        | C-2dC      | BHEIC728    | All Codes                | C-2dC must not be null and must not be negative.   | bheic728 ne null and bheic728 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0495        | C-2dB      | BHEIC727    | All Codes                | C-2dB must not be null.                            | bheic727 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0500        | C-2eA      | BHEIC145    | All Codes                | C-2eA must not be null and must not be negative.   | bheic145 ne null and bheic145 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0500        | C-2eC      | BHEIC146    | All Codes                | C-2eC must not be null and must not be negative.   | bheic146 ne null and bheic146 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0505        | C-2eB      | BHEIC729    | All Codes                | C-2eB must not be null.                            | bheic729 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0510        | C-3A       | BHEIC150    | All Codes                | C-3A must not be null and must not be negative.    | bheic150 ne null and bheic150 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0510        | C-3C       | BHEIC151    | All Codes                | C-3C must not be null and must not be negative.    | bheic151 ne null and bheic151 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0515        | C-3B       | BHEIC730    | All Codes                | C-3B must not be null.                             | bheic730 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0520        | C-Mem1A    | BHEIC155    | All Codes                | C-Mem1A must not be null and must not be negative. | bheic155 ne null and bheic155 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0520        | C-Mem1C    | BHEIC156    | All Codes                | C-Mem1C must not be null and must not be negative. | bheic156 ne null and bheic156 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0525        | C-Mem1B    | BHEIC749    | All Codes                | C-Mem1B must not be null.                          | bheic749 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0530        | C-Mem2A    | BHEIC157    | All Codes                | C-Mem2A must not be null and must not be negative. | bheic157 ne null and bheic157 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0530        | C-Mem2C    | BHEIC158    | All Codes                | C-Mem2C must not be null and must not be negative. | bheic158 ne null and bheic158 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | C        | Validity  | 0535        | C-Mem2B    | BHEIC750    | All Codes                | C-Mem2B must not be null.                          | bheic750 ne null                   |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1A       | BHEIC731    | All Codes                | D-1A must not be null and must not be negative.    | bheic731 ne null and bheic731 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1B       | BHEIC732    | All Codes                | D-1B must not be null and must not be negative.    | bheic732 ne null and bheic732 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1C       | BHEIJ434    | All Codes                | D-1C must not be null and must not be negative.    | bheij434 ne null and bheij434 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1D       | BHEIJ435    | All Codes                | D-1D must not be null and must not be negative.    | bheij435 ne null and bheij435 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1E       | BHEIC733    | All Codes                | D-1E must not be null and must not be negative.    | bheic733 ne null and bheic733 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0540        | D-1F       | BHEIC734    | All Codes                | D-1F must not be null and must not be negative.    | bheic734 ne null and bheic734 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2A       | BHEIC735    | All Codes                | D-2A must not be null and must not be negative.    | bheic735 ne null and bheic735 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2B       | BHEIC736    | All Codes                | D-2B must not be null and must not be negative.    | bheic736 ne null and bheic736 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2C       | BHEIJ436    | All Codes                | D-2C must not be null and must not be negative.    | bheij436 ne null and bheij436 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2D       | BHEIJ437    | All Codes                | D-2D must not be null and must not be negative.    | bheij437 ne null and bheij437 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2E       | BHEIC737    | All Codes                | D-2E must not be null and must not be negative.    | bheic737 ne null and bheic737 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0545        | D-2F       | BHEIC738    | All Codes                | D-2F must not be null and must not be negative.    | bheic738 ne null and bheic738 ge 0 |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0550        | D-3B       | BHEIC739    | All Codes                | D-3B must not be null.                             | bheic739 ne null                   |

| Series | Effective Start Date | Effective End Date | Edit Change | Schedule | Edit Type | Edit Number | TargetItem | MDRM Number | Sub Flag Code (BHEIF838) | Edit Test              | Alg Edit Test    |
|--------|----------------------|--------------------|-------------|----------|-----------|-------------|------------|-------------|--------------------------|------------------------|------------------|
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0550        | D-3D       | BHEIJ438    | All Codes                | D-3D must not be null. | bheij438 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0550        | D-3F       | BHEIC740    | All Codes                | D-3F must not be null. | bheic740 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4A       | BHEIC741    | All Codes                | D-4A must not be null. | bheic741 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4B       | BHEIC742    | All Codes                | D-4B must not be null. | bheic742 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4C       | BHEIJ439    | All Codes                | D-4C must not be null. | bheij439 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4D       | BHEIJ440    | All Codes                | D-4D must not be null. | bheij440 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4E       | BHEIC743    | All Codes                | D-4E must not be null. | bheic743 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0555        | D-4F       | BHEIC744    | All Codes                | D-4F must not be null. | bheic744 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5A       | BHEIC745    | All Codes                | D-5A must not be null. | bheic745 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5B       | BHEIC746    | All Codes                | D-5B must not be null. | bheic746 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5C       | BHEIJ441    | All Codes                | D-5C must not be null. | bheij441 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5D       | BHEIJ442    | All Codes                | D-5D must not be null. | bheij442 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5E       | BHEIC747    | All Codes                | D-5E must not be null. | bheic747 ne null |
| FRY12  | 20190331             | 99991231           | Added       | D        | Validity  | 0560        | D-5F       | BHEIC748    | All Codes                | D-5F must not be null. | bheic748 ne null |